

**Spring-Fed Pool Encumbrance Report  
For the Period 7/1/09 to 6/30/10**

Attachment I

Asset Class	Pool Name	Consultant	Letter of Engagement (LOE) ID	LOE Start Date	LOE End Date	Description of Services	ENCUMBERED AMOUNT
Alternative Investments Program (AIM)	AIM Spring-Fed Pool	BROCK CAPITAL GROUP, LLC (Contract #2006-3887)	#4	7/2/09	7/1/10	Due Diligence Assistance	\$50,000
Subtotal							\$50,000
AIM	AIM Spring-Fed Pool	CAPITAL DYNAMICS (Contract #2009-5125)	#1	11/30/09	4/1/10	Special Projects - Investment Pacing Model for Private Equity Asset Allocation	\$60,000
Subtotal							\$60,000
AIM	AIM Spring-Fed Pool	COGENT PARTNERS (Contract #2006-3888)	#1	7/1/09	6/30/10	Assistance in monitoring of AIM portfolio transactions	\$34,000
Subtotal							\$34,000
AIM	AIM Spring-Fed Pool	CREDIT SUISSE CUSTOMIZED FUND INVESTMENT GROUP through DLJ MB ADVISORS, INC. (Contract #2007-4610)	#1	11/19/09	11/30/09	Due Diligence Assistance	\$25,000
			#2	3/24/10	4/7/10	Due Diligence Assistance	\$25,000
			#3	6/29/10	6/29/11	Portfolio Review	\$800,000
Subtotal							\$850,000
AIM	AIM Spring-Fed Pool	HAMILTON LANE ADVISORS, LLC (Contract #2006-3889)	#1	1/20/10	2/4/10	Due Diligence Assistance	\$25,000
			#2	2/24/10	3/1/10	Due Diligence Assistance	\$250,000
			#3	4/14/10	5/7/10	Due Diligence Assistance	\$50,000
Subtotal							\$325,000
AIM	AIM Spring-Fed Pool	HOULIHAN LOKEY HOWARD & ZUKIN FINANCIAL ADVISORS, INC. (Contract #2006-3890)	#4	11/12/09	12/15/09	Special Projects - Fair Market Value Opinion	\$15,900
Subtotal							\$15,900

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AIM	AIM Spring-Fed Pool	LP CAPITAL ADVISORS (Contract #2006-3892)	#22	7/1/09	2/28/10	Assistance in development and implementation of AIM investment strategies	\$276,000
			#23	7/17/09	7/30/09	Due Diligence Assistance	\$25,000
			#24	1/5/10	1/29/10	Financial, Accounting and Tax Services	\$33,000
			#25	7/1/09	6/30/10	Assistance in monitoring of AIM portfolio transactions	\$2,330,000
			#26	7/1/09	6/30/10	Financial, Accounting and Tax Services	\$415,000
			#27	9/30/09	10/13/09	Due Diligence Assistance	\$25,000
			#28	12/18/09	2/9/09	Due Diligence Assistance	\$35,000
			#29	9/1/09	6/30/10	Support Services - Infrastructure Support and Assistance	\$2,000
			#30	3/10/10	3/18/10	Due Diligence Assistance	\$25,000
			#31	2/26/10	3/29/10	Due Diligence Assistance	\$8,000
			#32	3/1/10	6/30/10	Assistance in development and implementation of AIM investment strategies	\$100,000
			#33	4/19/10	4/30/09	Due Diligence Assistance	\$25,000
			#34	5/3/10	5/17/10	Financial, Accounting and Tax Services	\$17,000
			#35	6/2/10	6/30/10	Due Diligence Assistance	\$25,000
			#36	6/7/10	7/30/10	Special Projects - Investment Proposal Tracking System	\$50,000
			#37	7/6/09	7/30/09	Due Diligence Assistance	\$25,000
<b>Subtotal</b>							<b>\$3,416,000</b>
AIM	AIM Spring-Fed Pool	PACIFIC COMMUNITY VENTURES, INC. (Contract #2006-3894)	#4	9/1/09	5/30/10	Special Projects - Ancillary Benefit Report	\$220,240
<b>Subtotal</b>							<b>\$220,240</b>

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AIM	AIM Spring-Fed Pool	PACIFIC CORPORATE GROUP (Contract #2006-3895)	2009-1	8/28/09	9/18/09	Due Diligence Assistance	\$40,000
			2009-2	7/1/09	8/17/09	Due Diligence Assistance	\$40,000
			#3	6/1/10	6/30/10	Due Diligence Assistance	\$35,000
<b>Subtotal</b>							<b>\$115,000</b>
<b>TOTAL AIM ENCUMBERED AMOUNT</b>							<b>\$5,086,140</b>
Global Equity	Diversity Spring-Fed Pool	MOSAIC INVESTMENT ADVISORS, INC. (Contract #2005-3881)	8-A	10/26/09	10/25/10	Global Equity Diversity Brokerage Services-Reporting/Consulting Services	\$200,000
Global Equity			3-A	2/9/10	6/30/10	Diversity Investment Advisory Services-Reporting/Consulting Services	\$150,000
Global Equity			9	3/19/10	6/30/10	External Manager Diversity Broker Usage Assessment Process Design-Consulting/Reporting and Process Design	\$59,125
<b>Subtotal</b>							<b>\$409,125</b>
<b>TOTAL DIVERSITY ENCUMBERED AMOUNT</b>							<b>\$409,125</b>
Asset Allocation	General Pension Consultant Spring-Fed Pool	CUTTER ASSOCIATES, INC. (Contract #2009-5104)	#1	10/1/09	12/31/09	Special Projects - Assist with Risk Management Business Analysis	\$139,840

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PBSD	General Pension Consultant Spring-Fed Pool	CUTTER ASSOCIATES, INC. (Contract #2009-5104)	#2	10/19/09	6/30/10	Special Projects - Placement Agent Policy (Disclosure Collection)	\$25,000
AIM			#3	12/28/09	6/30/10	Special Projects - Database Management and Reporting for AIM Program	\$33,000
Asset Allocation			#4	1/19/10	3/23/10	Special Projects - Consultant Services to Develop and Complete a Risk Management Request for Proposal	\$49,600
Global Equity			#5	2/3/10	6/30/10	Special Projects - Consultant Services to Perform Internal Equity Portfolio Construction Analysis	\$333,600
AIM			#6	3/1/10	9/15/10	Special Projects - Investment Proposal Tracking System	\$82,000
<b>Subtotal</b>							<b>\$663,040</b>
Global Equity	General Pension Consultant Spring-Fed Pool	MERCER INVESTMENT CONSULTING, INC. (Contract #2009-5110)	#1	8/20/09	9/30/09	Investment Proposal - Intake System Structuring	\$51,595
Global Equity			#2	11/1/09	10/31/10	Potential Impact of Climate Change on Strategic Asset Allocation	\$50,000
PBSD			#3	11/17/09	3/15/10	Performance Compensation Review	\$100,000
PBSD			#4	3/17/10	5/28/10	Assistance with Development of the Master Custody Services Request for Proposal	\$157,500
<b>Subtotal</b>							<b>\$359,095</b>
PBSD	General Pension Consultant Spring-Fed Pool	PENSION CONSULTING ALLIANCE, INC. (Contract #2009-5105)	#1	7/1/09	6/30/10	Back-up to the Primary Pension Consultant	\$150,000

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PBSD	General Pension Consultant Spring-Fed Pool	PENSION CONSULTING ALLIANCE, INC. (Contract #2009-5105)	#2	2/1/10	6/30/10	Consulting Services for Rapid Results Team Development (Schaffer)	\$450,000
Real Estate			RE-4	7/23/09	3/31/10	Real Estate Staff Internal Procedures Manual	\$262,500
Real Estate			RE-5	7/1/09	6/30/11	Primary Real Estate Consulting Services	\$1,320,000
<b>Subtotal</b>							<b>\$2,182,500</b>
<b>TOTAL GENERAL PENSION ENCUMBERED AMOUNT</b>							<b>\$3,204,635</b>
Inflation-Linked Asset Class (ILAC)	ILAC Spring-Fed Pool	MEKETA INVESTMENT GROUP (Contract #2008-4936)	#1	10/28/09	12/14/09	Prudent Person Opinion on Prospective Partnership	\$35,250
			#2	12/28/09	2/16/10	Prudent Person Opinion on Prospective Partnership	\$34,850
			#3	1/8/10	2/2/10	Strategic Advice - Global Infrastructure Partners	\$52,875
			#4	1/26/10	6/30/10	CalPERS Infrastructure Program Advisory Services to the Board	\$106,250
<b>Subtotal</b>							<b>\$229,225</b>
Inflation-Linked Asset Class (ILAC)	ILAC Spring-Fed Pool	ORG PORTFOLIO MANAGEMENT (Contract #2008-4928)	#1	7/23/09	8/30/09	Incentive Fee Model Review and Analysis	\$3,600
<b>Subtotal</b>							<b>\$3,600</b>
<b>TOTAL ILAC ENCUMBERED AMOUNT</b>							<b>\$232,825</b>

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Global Equity	Executive Search Spring-Fed Pool	HEIDRICK & STRUGGLES (Contract #2008-4936)	#1	7/21/09	1/31/10	Portfolio Manager - Global Government Securities	\$85,000
<b>Subtotal</b>							<b>\$85,000</b>
PBSD	Executive Search Spring-Fed Pool	RIDGEWAY ADVISORS LLC (Contract #2004-3519)	#1	9/11/09	1/31/10	Global Search for the Position of Chief Operating Investment Officer	\$136,870
			#2	9/11/09	1/31/10	Global Search for the Position of Portfolio Manager - Real Estate PARO	\$116,778
<b>Subtotal</b>							<b>\$253,648</b>
<b>TOTAL EXECUTIVE SEARCH ENCUMBERED AMOUNT</b>							<b>\$338,648</b>
Real Estate	Real Estate Consulting Services Spring-Fed Pool	BARD CONSULTING, LLC (Contract #2005-3607)	#6	4/1/10	6/30/10	2010 Asset Transfer Process-Consulting Services	\$200,500
			C-2	2/15/10	6/30/10	California Mortgage and Realty-Consulting Services	\$76,500
			H-1	10/11/09	6/30/10	Implementation of Recommendations of Relationship Review	\$110,000
			N-1	10/1/09	12/09/09	Partnership Asset and Management Review	\$72,500
			E-4	10/1/09	6/30/10	Emerging Manager Review Part IV-Consulting Services	\$100,000
			E-5	1/1/10	6/30/10	Emerging Manager Review Part V-Consulting Services	\$169,000
			A-1	10/1/09	6/30/10	Manager Review	\$42,000
			EMR-3	7/15/09	12/31/09	Emerging Manager Review Part 3	\$185,000
			EMR-4	1/1/10	6/30/10	Emerging Manager Review Part 4	\$100,000

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Real Estate	Real Estate Consulting Services Spring-Fed Pool	BARD CONSULTING, LLC (Contract #2005-3607)	EMR-5	1/1/10	6/30/10	Emerging Manager Review Part 5	\$165,000
			P-J	9/29/09	2/1/10	Review of Joint Venture investment Strategy and Management	\$66,500
<b>Subtotal</b>							<b>\$1,287,000</b>
Real Estate	Real Estate Consulting Services Spring-Fed Pool	DAVID BONUCCELLI & ASSOCIATES (Contract #2008-4850)	2010-001-A	1/12/10	4/30/10	Debt Fund Review Project - Manager Reviews-Due Diligence (amended to add funds)	\$100,000
<b>Subtotal</b>							<b>\$100,000</b>
Real Estate	Real Estate Consulting Services Spring-Fed Pool	JDM ASSOCIATES (Contract #2006-4245)	4	3/1/10	6/15/10	CalPERS 2009 Annual Environmental Initiative Report- Consulting Services	\$47,125
<b>Subtotal</b>							<b>\$47,125</b>
Real Estate	Real Estate Consulting Services Spring-Fed Pool	LE PLASTRIER DEVELOPMENT CONSULTING (Contract #2005-3740)	6370	2/1/10	6/30/10	Consulting Services/Assessment Recommendations	\$45,000
			6365-1	9/1/09	6/30/10	Manager Monitoring and Oversight	\$329,260
			6364-1	9/1/09	2/13/10	Asset Review and Road Map Analysis Consulting Services	\$125,000
			6362-2	11/1/09	6/30/10	Manager Evaluation and Review-Due Diligence	\$261,811
			6362-1	8/30/09	12/3/10	Manager Evaluation and Review-Phase 1-Due Diligence	\$145,000
			6359-3	7/1/09	6/30/10	Cure/Urban Deleveraging Analysis and Plan- Phase 3- Due Diligence	\$20,000

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Real Estate	Real Estate Consulting Services Spring-Fed Pool	LE PLASTRIER DEVELOPMENT CONSULTING (Contract #2005-3740)	6359-2	7/1/09	6/30/10	Cure/Urban Deleveraging Analysis and Plan- Phase 2-Due Diligence	\$25,000
			6358-4	11/1/09	6/30/10	Asset Review Phase 4 Due Diligence	\$15,000
			6358-3	7/1/09	11/109	Asset Review Phase 3 Due Diligence	\$10,000
			6385-2	7/1/09	10/1/09	Asset Review of NNP IV-Due Diligence	\$5,000
			6357-3	7/1/09	6/30/10	Negotiations and Restructuring	\$35,000
			6355-2	7/1/09	11/1/09	Cash Flow & Business Plan Review/Restructuring	\$11,000
			6353-4	3/1/10	5/31/10	Housing Development Management Oversight	\$150,000
			6351-3R	9/1/09	7/30/10	Housing Development Management Oversight	\$150,000
			6353-3	7/1/09	11/1/09	Housing Development Management Oversight	\$15,000
			6352-2	12/1/09	3/31/10	Incentive and Base Fee Reconciliation	\$35,000
			6337-10	1/1/10	6/30/10	Housing Portfolio, Special Projects Consulting Services	\$135,000
<b>Subtotal</b>							<b>\$1,512,071</b>
			#8	5/20/10	6/30/10	Waterfall Calculation	\$5,660
			#9	5/1/10	6/30/10	Incentive Fee Verification	\$28,270



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Real Estate	Real Estate Consulting Services Spring-Fed Pool	MAYER HOFFMAN MCCANN P.C. (Contract #2005-3738)	#10	5/28/10	6/30/10	Payroll & Overhead - Accounting Services	\$42,480
			HCB I	2/2/10	6/30/10	Incentive Fee Data Input Verification	\$24,839
			R2	9/21/09	12/21/09	Incentive Fee Data Input Verification	\$35,650
			R1	12/10/09	3/10/10	Incentive Fee Data Input Verification	\$15,704
<b>Subtotal</b>							<b>\$152,603</b>
Real Estate	Real Estate Consulting Services Spring-Fed Pool	PENSION CONSULTING ALLIANCE (Contract #2008-4849)	39	4/29/10	6/30/10	2010 Annual Plan Process	\$75,000
			42	4/26/10	6/30/10	2010 Asset Transfer Process	\$450,000
			40	4/26/10	6/30/10	2010 Manager Review Process	\$350,000
			37	4/21/10	6/30/10	2010 Real Estate Unit Strategic Plan	\$250,000
			36	1/4/10	6/30/10	Alignment of Interest Model	\$22,500
			29	9/1/09	12/31/09	Fund Site Visit	\$30,000
			24	7/1/09	12/31/09	Fund Subscription Facility Review	\$2,500
			21	7/20/09	12/31/09	Refinancing	\$3,000
			17	7/1/09	12/31/09	Partnership Review	\$35,000
			18	7/22/09	12/31/09	Partnership Review	\$82,500
			30	9/21/09	6/30/10	Deleveraging Plan	\$18,000
			25	9/18/09	6/30/10	Partnership Review	\$150,000
			19	7/1/09	6/30/10	Review of Business Terms	\$32,000
			35	1/5/10	6/30/10	Disposition	\$7,550
			33	1/4/10	6/30/10	Partnership Review	\$60,000
			41	4/26/10	6/30/10	Independent Fiduciary Services Supporting Ongoing Portfolio Management	\$247,500

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Real Estate	Real Estate Consulting Services Spring-Fed Pool	PENSION CONSULTING ALLIANCE (Contract #2008-4849)	22	9/9/09	12/31/09	Funds Review	\$225,000
			31	10/1/09	12/31/09	Manager Evaluation Process	\$150,000
			38	4/26/10	6/30/10	Procedures Manual Review	\$26,000
			20	7/1/09	12/31/09	Real Estate Portfolio Deleveraging Analysis	\$18,000
			27	9/3/09	12/31/09	Responsible Contractor Program Policy	\$150,000
			32	2/1/10	6/30/10	Responsible Contractor Program Policy	\$150,000
			23	7/7/09	12/31/09	Investment Due Diligence	\$75,000
			26	9/18/09	12/31/09	Investment Review	\$30,000
			28	8/13/09	12/31/09	Refinancing	\$3,000
<b>Subtotal</b>							<b>\$2,947,756</b>
<b>TOTAL REAL ESTATE ENCUMBERED AMOUNT</b>							<b>\$5,893,952</b>
<b>GRAND TOTAL SPRING-FED POOL CONSULTANTS ENCUMBERED AMOUNT</b>							<b>\$15,165,325</b>